

DECLARATION AND POWER OF ATTORNEY

We, Kenneth A. Berger, Larry J. Turner and Andrew E. Wilcox, joint inventors herein, hereby declare that:

Our residence, post office address and citizenship are as stated below next to our names.

We believe that we are the original, first and joint inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled

**"SYSTEM AND METHOD FOR ENTERPRISE RESOURCE MANAGEMENT"**

the specification of which is attached hereto.

We hereby state that we have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to in this declaration.

We acknowledge the duty to disclose to the Patent and Trademark Office all information known to us to be material to the patentability of any claim in accordance with Title 37, Code of Federal Regulations, §1.56, and which is material to the examination of this application, namely, information where there is a substantial likelihood that a reasonable examiner would consider it important in deciding whether to allow the application to issue as a patent.

We hereby appoint ; CHRISTOPHER J. ROURK, Registration No. 39,348, STEVEN E. ROSS, Registration No. 35,996, KENNETH R. GLASER, Registration No. 24,015; RANDALL C. BROWN, Registration No. 31,213; JOHN M. CONE, Reg. No. 30,538; MICHAEL E. MARTIN, Registration No. 24,821; PRISCILLA L. FERGUSON, Registration No. 42,531; JOHN R. EMERSON, Registration No. 44,098 and ALVIN R. WIRTHLIN, Registration No. 40,267 of the firm of AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P., our attorneys and agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith. Send all correspondence to:

Christopher J. Rourk  
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Phone: 214/969-4669

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this application or any patent issued thereon.

**Full Name of**

**First Joint Inventor:**

**Kenneth A. Berger**

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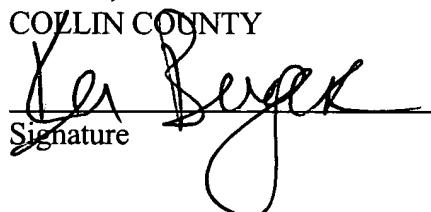
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Date: 10/2/00

  
Signature

**Full Name of**

**Second Joint Inventor:**

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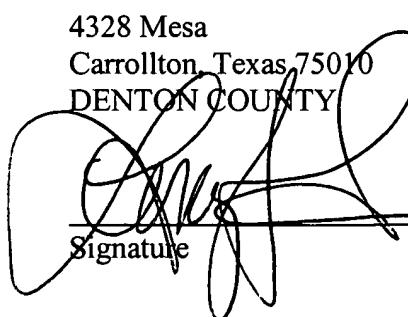
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**Full Name of  
Third Joint Inventor:** Andrew E. Wilcox

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Date: 9/20/2000

Andrew E. Wilcox  
Signature

Attorney Docket No.

014600/0002

## **SMALL ENTITY**

## **SMALL BUSINESS CONCERN**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL  
ENTITY STATUS (37 C.F.R. §1.9(f) and §1.27(c))  
SMALL BUSINESS CONCERN**

I, Donald A. Webb, hereby declare that I am

- the owner of the small business concern identified below:

X an official of the small business concern empowered to act on behalf of the concern identified below:

**NAME OF CONCERN**      **PRELUDE SYSTEMS, INC.**

I hereby declare that the above-identified small business concern qualifies as a small business concern as defined in 13 C.F.R. §121.3-18, and reproduced in 37 C.F.R. §1.9(d), for purposes of paying reduced fees under Section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when, either directly or indirectly, one concern controls or has the power to control the other, or a third-party or parties controls or has the power to control both.

I hereby declare that rights under license, contract or law have been acquired by or conveyed to and remain with the small business concern identified above with regard to the invention entitled

# "SYSTEM AND METHOD FOR ENTERPRISE RESOURCE MANAGEMENT"

by joint inventors Kenneth A. Berger, Larry J. Turner and Andrew E. Wilcox, as described in

- X the specification filed herewith.  
  the specification filed \_\_\_\_\_, Serial No. \_\_\_\_\_.  
  Patent No. \_\_\_\_\_, issued \_\_\_\_\_.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below and no rights to the invention are held by any person, other than the inventor, who could not qualify as a small business concern under 37 C.F.R. §1.9(d) or by any concern which would not qualify as a small business concern under 37 C.F.R. §1.9(d) or a nonprofit organization under 37 C.F.R. §1.9(e).

- no such person, concern or organization exists  
 any such person, concern or organization is identified below, if applicable:

Full Name: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

- Individual  
 small business concern  
 nonprofit organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small business entity is no longer appropriate. (37 C.F.R. §1.28(b)).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

Typed Name of person signing: Don A. Webb

Title: President

Date: 9-26-00

Signature: Don A. Webb